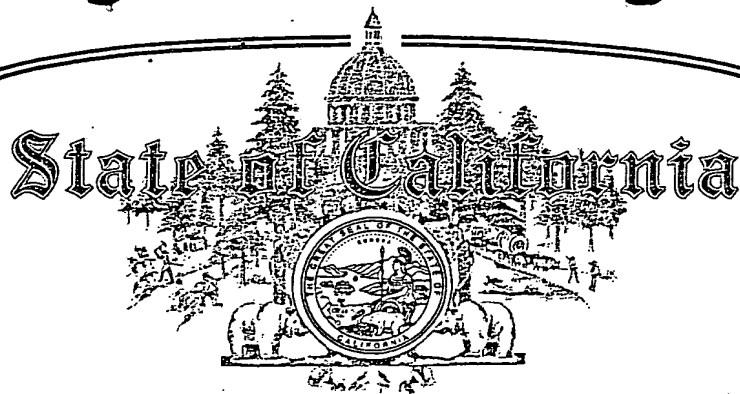




FORM PTO-1595		RECORDATION FORM COVER SHEET PATENTS ONLY		U.S. Department of Commerce Patent and Trademark Office					
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:									
1. Name and address of conveying party(ies): Name: <u>GN Resound Corporation</u> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other: Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies): Name: <u>GN ReSound North America Corporation</u> Address: <u>220 Saginaw Road</u> <u>Redwood City, CA 94063</u> Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No							
3. Nature of Conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date: _____									
4. Application Number(s) or Patent Number(s) If this document is being filed together with a new application, the execution date of the application is:									
A. Patent Application Number(s): <u>09/610,188</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		B. Patent Number(s): Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No							
5. Name and address of party to whom correspondence concerning this document should be mailed: Name: <u>David G. Beck</u> Address: <u>McCutchen, Doyle, Brown & Enersen</u> <u>Three Embarcadero Center</u> <u>San Francisco, California 94111</u>		6. Total number of applications and patents involved: <u>1</u> 7. Total fee (37 C.F.R. § 3.41)(\$40.00 per assignment): <u>\$40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account No. <u>50-1193</u> <input checked="" type="checkbox"/> The Commissioner is authorized to charge underpayment of any fees or credit any overpayment to Deposit Account No. 50-1193.							
DO NOT USE THIS SPACE									
9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. <table border="0" style="width: 100%;"><tr><td style="width: 30%;"><u>David G. Beck</u> Name</td><td style="width: 20%;"><u>Reg. No. 37,776</u> Registration Number</td><td style="width: 30%;"> Signature</td><td style="width: 20%;"><u>10/1/01</u> Date</td></tr></table> Total number of pages including cover sheet, attachments and document: <u>6</u>						<u>David G. Beck</u> Name	<u>Reg. No. 37,776</u> Registration Number	 Signature	<u>10/1/01</u> Date
<u>David G. Beck</u> Name	<u>Reg. No. 37,776</u> Registration Number	 Signature	<u>10/1/01</u> Date						
Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231									

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JAN 23 2002
Technology Center 2600



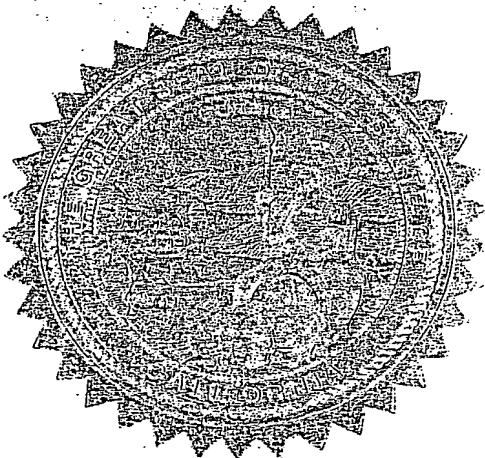
SECRETARY OF STATE

CERTIFICATE OF FILING

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 16th day of March, 2001, there was filed in this office an amendment changing the corporation name from GN RESOUND CORPORATION, a California corporation, to GN RESOUND NORTH AMERICA CORPORATION

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of July 17, 2001.



Bill Jones
BILL JONES
Secretary of State

dm



State of California

Bill Jones
Secretary of State

P.O. Box 84433
Sacramento, CA 95244-2300
Phone (916) 657-3537

STATEMENT BY DOMESTIC STOCK CORPORATION

THIS STATEMENT MUST BE FILED WITH CALIFORNIA SECRETARY OF STATE (SEC. 1505, CORPORATIONS CODE)

00-660204

FILED
SACRAMENTO, CALIF.

FEB 28 2000

Bill Jones
SECRETARY OF STATE

WHEN COMPLETING FORM, PLEASE USE BLACK TYPEWRITER REBSON OR PRINT IN BLACK INK

DO NOT SIGN. REPORTED NAME OF ITEM 1 IS BLANK, PLEASE ENTER CORPORATE NAME AND NUMBER

C1237677 DUE DATE 02-28-00 262875
GN RESOUND CORPORATION
220 SAGINAW RD
REDWOOD CITY, CA 94063

- If There Has Been No Change In Any Of The Information On File, Complete Item 1a Only
Please indicate on return envelope if no change statement is enclosed.

DO NOT MARK IN THIS SPACE

THE BOARD OF DIRECTORS OF THE CORPORATION NAMED IN THE FOLLOWING STATEMENT

- 1a. I DECLARE THERE HAS BEEN NO CHANGE IN THE INFORMATION CONTAINED IN THE LAST STATEMENT OF THE CORPORATION WHICH IS ON FILE IN THE SECRETARY OF STATE'S OFFICE DOES NOT APPLY OR WITHIN 30 DAYS



(CHECK HERE)

TYPE OR PRINT NAME OF SIGNING OFFICER OR AGENT

SIGNATURE

TITLE

DATE

2. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE

220 saginaw drive

ROOM NO.

N/A

2A. CITY AND STATE

Redwood city, CA 31

2B. ZIP CODE

94063

3. STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA (IF ANY)

see item 2

ROOM NO.

3A. CITY

CA

3B. ZIP CODE

4. MAILING ADDRESS

see item 2.

ROOM NO.

4A. CITY AND STATE

4B. ZIP CODE

5. I DECLARE THAT THE INFORMATION CONTAINED IN THIS STATEMENT IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF. (Must have been filed on or before the date of filing this statement.) Attach supplementary statement if necessary. Do not use for corporations that have never been organized in California. However, you may add a fee appropriate for your corporation.

6. CHIEF EXECUTIVE OFFICER
Jesper Malling

5A. STREET ADDRESS (DO NOT USE P.O. BOX)
220 saginaw drive

5B. CITY AND STATE
Redwood city, CA

5C. ZIP CODE
94063

8. SECRETARY
Peter Nolan

6A. STREET ADDRESS (DO NOT USE P.O. BOX)
220 saginaw drive

6B. CITY AND STATE
Redwood city, CA

6C. ZIP CODE
94063

7. CHIEF FINANCIAL OFFICER
Jens Daugbjerg

7A. STREET ADDRESS (DO NOT USE P.O. BOX)
220 saginaw drive

7B. CITY AND STATE
Redwood city, CA

7C. ZIP CODE
94063

8. DIRECTORS, INCLUDING DIRECTORS WHO ARE ALSO OFFICERS. (Attach supplementary statement if necessary.)
List name and address of each director. (Check 9, Sec. 301a, Corporations Code). Directors not listed in this statement will be rejected.

9. NAME
Jorgen Lindegaard

8A. STREET ADDRESS (DO NOT USE P.O. BOX)
Kongens Nytorv 26

8B. CITY AND STATE
Copenhagen, Denmark

8C. ZIP CODE
1016

9. NAME
Jorn Kildegaard

8A. STREET ADDRESS (DO NOT USE P.O. BOX)
Kongens Nytorv 26

8B. CITY AND STATE
Copenhagen, Denmark

8C. ZIP CODE
1016

10. NAME
Poul Erik Tofte

8A. STREET ADDRESS (DO NOT USE P.O. BOX)
Kongens Nytorv 26

8B. CITY AND STATE
Copenhagen, Denmark

8C. ZIP CODE
1016

11. THE NUMBER OF VACANCIES ON THE BOARD OF DIRECTORS, IF ANY: 2

12. DESIGNATED AGENT FOR SERVICE OF PROCESS. Agent for service of process must be a person who is a resident of California, or the agent may be another corporation which has filed a certificate pursuant to Section 1505, California Corporations Code.

12. NAME
Jesper Malling

13. CALIFORNIA STREET ADDRESS OF AGENT IF AN INDIVIDUAL (do not use P.O. box) Do not include address if agent is a corporation that has filed a certificate pursuant to Section 1505 Corporations Code
319 Eleanor Av, Los Altos, CA 94022

DESCRIBE TYPE OF BUSINESS OF THE CORPORATION NAMED IN ITEM 1

14. TYPE OF BUSINESS
GN Resound Corp. is a hearing health care company.

15. I DECLARE THAT I HAVE READ THIS STATEMENT AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, IT IS TRUE, CORRECT AND COMPLETE.

TYPE OR PRINT NAME OF SIGNING OFFICER OR AGENT

ORIGINAL SIGNATURE

TITLE

DATE

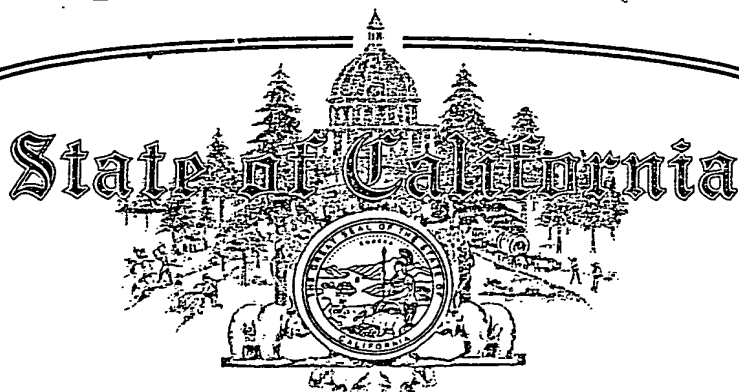
00-662131

GN Resound Corporation

Directors, including Directors who are also officers, can't

Michael Fairweather
77 Northeastern Blvd.
Nashua, N.H. 03062

Jesper Mailind
220 Saginaw Drive
Redwood City, CA 94063



SECRETARY OF STATE

CERTIFICATE OF FILING

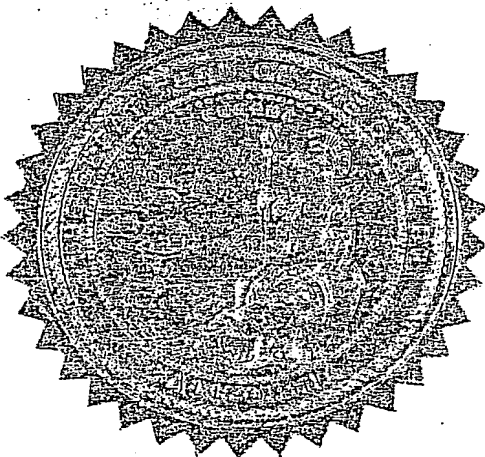
I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 16th day of June, 1999, there was filed in this office a(n) **Certificate of Ownership** merging **GN ACQUISITION CORPORATION**, a California corporation, into **RESOUND CORPORATION**, a California corporation, and the surviving corporation, by the terms of said agreement.

Further, that the name of the surviving corporation was changed to **GN RESOUND CORPORATION** by terms of said Certificate of Ownership.

Further, that according to the records of this office, said merged California corporation ceased to exist upon the 6th day of July, 1999, the effective date.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of June 29, 2001.



Bill Jones
BILL JONES
Secretary of State

kg

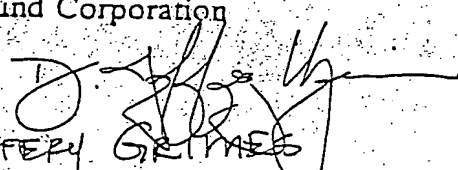
CERTIFICATE OF MERGER

I, the undersigned, hereby certify that ReSound Corporation, a corporation incorporated under the laws of the State of California and had its address at 220 Saginaw Drive, Redwood City, CA 94063, U.S.A., was merged into GN ReSound Corporation, a corporation duly organized and existing under the laws of the State of California, having its address at 220 Saginaw Drive, Redwood City, CA 94063, U.S.A., on July 6, 1999.

I, the undersigned, am duly authorized to execute this document on behalf of the corporation named above.

Dated this 27 day of July, 2000

Company Name: GN ReSound Corporation

Representative's Signature: 

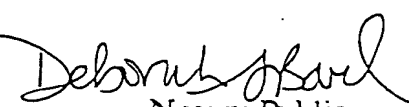
Typed Name: D. JEFFERY GRIMES

Title: Vice President, Corporate Counsel, and Secretary

State of California)
County of San Mateo) ss.

Subscribed and affirmed to before me this 27th day of July, 2000.

(Notarial Seal)

Signature: 

Notary Public

